

RECORDATION NO. 25174-T FEB

FEB 08 '11 -2 24 PM

SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'Hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

VIA UPS 2nd DAY AIR

February 1, 2011

Chief Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Termination

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals of a Memorandum of Lease Termination dated January 26, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memoranda of Lease evidencing such lease Equipment which were duly filed at the Surface Transportation Board under Recordation Numbers 25174, 25174-A, B, C, D, E, F, G through 25174-H.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 N River Road, Suite 5000
Rosemont, IL 60018

Lessee: Galamba Metals Group, LLC and
Advantage Metals Recycling, LLC
3005 Manchester Trafficway
Kansas City, MO 64129

The enclosed document is for three hundred seventeen (317) gondola cars, (see Exhibit A for car numbers) which have been terminated in all respects and are no longer covered under the Lease.

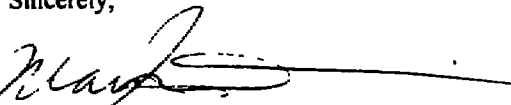
A short summary of the document to appear in the index follows:

Memorandum of Lease Termination

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne
Senior Rail Documentation Specialist

Enclosures

(GAME001-011)

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MEMORANDUM OF LEASE TERMINATION

SURFACE TRANSPORTATION BOARD

January 20, 2011
THIS MEMORANDUM OF LEASE TERMINATION (the "Memorandum") dated as of and pertains to that certain Lease Agreement dated as of June 2, 2004, Rider No. 1 dated June 2, 2004, Rider No. 10 dated February 23, 2006, Rider No. 11 dated June 30, 2006, Rider No. 2 dated November 4, 2004, Rider No. 3 and Rider No. 4 both dated November 30, 2004, and Rider No. 5 dated January 3, 2005 (collectively, the "Lease"), between Lessor and Advantage Metals Recycling, LLC, as assigned from Galamba Metals Group, LLC (the "Lessee"), a Delaware corporation.

WITNESSETH:

WHEREAS, Lessor and Lessee entered into the Lease whereby Lessor has agreed to lease to Lessee certain railcars (the "Equipment") as more particularly described in on Exhibit A attached hereto; and,

WHEREAS, Lessor and Lessee entered into certain Memoranda of Lease, evidencing the above-described Lease of such Equipment, which were filed at the Surface Transportation Board on August 30, 2004 at 3:32 p.m. with recordation number 25174, January 24, 2005 at 3:04 p.m. with recordation number 25174-B, April 3, 2006 at 2:52 p.m. with recordation number 25174-F, April 29, 2008 at 4:10 p.m. with recordation number 25174-H, April 29, 2008 at 4:04 p.m. with recordation number 25174-G, January 13, 2005 at 4:41 p.m. with recordation number 25174-A, June 24, 2005 at 4:00 p.m. with recordation number 25174-D, January 24, 2005 at 3:15 p.m. with recordation number 25174-C and June 24, 2005 at 4:02 p.m. with recordation number 25174-E.

WHEREAS, certain Equipment has been released and is no longer covered under the Lease; and,

NOW, THEREFORE, the Lessor desires to clarify the public record state as follows:

1. This Notice serves as notice that the Equipment listed on the attached Exhibit A as evidenced by the Memorandum of Lease filed with the Surface Transportation Board, has been terminated in all respects.
2. All of the interest of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease have been terminated.
3. Lessor wishes to record this Notice of Termination of Lease and Termination of Memoranda of Lease so as to release the lien with respect to the Equipment.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed by their respective officers duly authorized as of the date and year first above written (and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

LESSOR:

FIRST UNION RAIL CORPORATION

Name: Richard F. Seymour

Title: Vice President Sales & Marketing

Signature: 

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

RIDER NO. 1 and RIDER NO. 11

NUMBER OF CARS: One hundred ninety six (196)

DESCRIPTION OF CARS: Gondola cars

CAR NUMBERS:

NDYX 315102	NDYX 315166	NDYX 315258	NDYX 315312	NDYX 320519
NDYX 315104	NDYX 315167	NDYX 315260	NDYX 315314	NDYX 320520
NDYX 315105	NDYX 315168	NDYX 315262	NDYX 315315	NDYX 320523
NDYX 315109	NDYX 315169	NDYX 315263	NDYX 315316	NDYX 320524
NDYX 315110	NDYX 315170	NDYX 315264	NDYX 315317	NDYX 320526
NDYX 315112	NDYX 315171	NDYX 315267	NDYX 315319	NDYX 320528
NDYX 315116	NDYX 315172	NDYX 315271	NDYX 315320	NDYX 320529
NDYX 315117	NDYX 315173	NDYX 315273	NDYX 315321	NDYX 320530
NDYX 315120	NDYX 315174	NDYX 315274	NDYX 315322	NDYX 320532
NDYX 315122	NDYX 315176	NDYX 315275	NDYX 315323	NDYX 320535
NDYX 315123	NDYX 315177	NDYX 315276	NDYX 315325	NDYX 320536
NDYX 315124	NDYX 315178	NDYX 315277	NDYX 315326	NDYX 320538
NDYX 315125	NDYX 315179	NDYX 315278	NDYX 315328	NDYX 320539
NDYX 315127	NDYX 315180	NDYX 315279	NDYX 315329	NDYX 320542
NDYX 315128	NDYX 315181	NDYX 315280	NDYX 315330	NDYX 320543
NDYX 315129	NDYX 315182	NDYX 315282	NDYX 315331	NDYX 320546
NDYX 315130	NDYX 315183	NDYX 315283	NDYX 315332	NDYX 320547
NDYX 315132	NDYX 315184	NDYX 315284	NDYX 315334	NDYX 320548
NDYX 315134	NDYX 315185	NDYX 315285	NDYX 315335	NDYX 320549
NDYX 315135	NDYX 315186	NDYX 315286	NDYX 315336	NDYX 320553
NDYX 315143	NDYX 315187	NDYX 315288	NDYX 315337	NDYX 320554
NDYX 315144	NDYX 315188	NDYX 315289	NDYX 315604	NDYX 320555
NDYX 315145	NDYX 315193	NDYX 315290	NDYX 315605	NDYX 320558
NDYX 315148	NDYX 315195	NDYX 315291	NDYX 315606	NDYX 320559
NDYX 315149	NDYX 315196	NDYX 315292	NDYX 315607	NDYX 320560
NDYX 315150	NDYX 315197	NDYX 315293	NDYX 315608	NDYX 320561
NDYX 315151	NDYX 315198	NDYX 315294	NDYX 315609	NDYX 320563
NDYX 315152	NDYX 315199	NDYX 315295	NDYX 315610	NDYX 320564
NDYX 315153	NDYX 315200	NDYX 315296	NDYX 315611	NDYX 320565
NDYX 315154	NDYX 315201	NDYX 315297	NDYX 315612	NDYX 320567
NDYX 315155	NDYX 315203	NDYX 315298	NDYX 315613	NDYX 320568
NDYX 315156	NDYX 315204	NDYX 315299	NDYX 315826	NDYX 320570
NDYX 315157	NDYX 315205	NDYX 315300	NDYX 315833	NDYX 320571
NDYX 315158	NDYX 315206	NDYX 315301	NDYX 316175	NDYX 320573
NDYX 315159	NDYX 315207	NDYX 315302	NDYX 320509	NDYX 320575
NDYX 315161	NDYX 315251	NDYX 315303	NDYX 320510	NDYX 320576
NDYX 315162	NDYX 315253	NDYX 315304	NDYX 320511	Count: 196
NDYX 315163	NDYX 315254	NDYX 315305	NDYX 320512	
NDYX 315164	NDYX 315256	NDYX 315306	NDYX 320513	
NDYX 315165	NDYX 315257	NDYX 315309	NDYX 320514	

RIDER NO. 10

NUMBER OF CARS: Four (4)
DESCRIPTION OF CARS: Gondola cars
CAR NUMBERS: AFCX 319996 – AFCX 319999, inclusive

RIDER NO. 2

NUMBER OF CARS: Forty (40)
DESCRIPTION OF CARS: Gondola cars

CAR NUMBERS: NDYX 310814 NDYX 310962 NDYX 311125
NDYX 310819 NDYX 310992 NDYX 311126
NDYX 310831 NDYX 311017 NDYX 311144
NDYX 310855 NDYX 311024 NDYX 311148
NDYX 310900 NDYX 311028 NDYX 311178
NDYX 310903 NDYX 311036 NDYX 311201
NDYX 310912 NDYX 311044 NDYX 311236
NDYX 310922 NDYX 311053 NDYX 311256
NDYX 310946 NDYX 311054 NDYX 311266
NDYX 310949 NDYX 311074 NDYX 311272
NDYX 310952 NDYX 311089 NDYX 311274
NDYX 310953 NDYX 311103 NDYX 312888
NDYX 310956 NDYX 311107 NDYX 311294
NDYX 311117 count: 40

RIDER NO. 3

NUMBER OF CARS: Thirty nine (39)
DESCRIPTION OF CARS: Gondola cars
CAR NUMBERS: NDYX 315107
NDYX 315160
NDYX 315194
NDYX 315307
NDYX 315400 – NDYX 315418, inclusive
NDYX 315420 – NDYX 315432, inclusive
NDYX 315434
NDYX 315808
NDYX 316162

RIDER NO. 4

NUMBER OF CARS: Two (2)
DESCRIPTION OF CARS: Gondola cars
CAR NUMBERS: NDYX 322111 and NDYX 322117

RIDER NO. 5

NUMBER OF CARS: Thirty six (36)

DESCRIPTION OF CARS: Gondola cars

CAR NUMBERS:

GROX	081008
GROX	081015
GROX	081048
GROX	081051
GROX	081059
GROX	081079
GROX	081097
GROX	081098
GROX	081112
GROX	081114
GROX	081119
GROX	081128
GROX	081160
GROX	081162
GROX	081164
GROX	081174
GROX	092100
GROX	092103
GROX	092104
GROX	092106
GROX	092109
GROX	092117
GROX	092118
GROX	092120
GROX	092121
GROX	092122
GROX	092132
GROX	092133
GROX	092141
GROX	092143
GROX	092147
GROX	092148
GROX	092165
GROX	092177
GROX	092179
NDYX	310497